

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re	Chapter 7
ProAir Holdco, LLC	Case No. 22-11194 (LSS)
<p style="text-align: center;">Debtor.<sup>1</sup></p> <hr/>	
In re	Chapter 7
ProAir Intermediate Holdco, LLC	Case No. 22-11195 (LSS)
<p style="text-align: center;">Debtor.</p> <hr/>	
In re	Chapter 7
ProAir, LLC	Case No. 22-11196 (LSS)
<p style="text-align: center;">Debtor.</p> <hr/>	
In re	Chapter 7
American Cooling Technology, LLC	Case No. 22-11197 (LSS)
<p style="text-align: center;">Debtor.</p> <hr/>	

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<sup>1</sup> The Debtors in the above captioned Chapter 7 Cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: ProAir Holdco, LLC (1960), ProAir Intermediate Holdco, LLC (3331), ProAir, LLC (8392), American Cooling Technology, LLC (7742), Bus Air, LLC (8627) and Evans Tempcon Delaware, LLC (8229). The Debtors' principal place of business is 2900 County Road 6 West, Elkhart, IN 46514.

In re  
Bus Air, LLC  
Debtor.

Chapter 7  
Case No. 22-11198 (LSS)

In re  
Evans Tempcon Delaware, LLC  
Debtor.

Chapter 7  
Case No. 22-11198 (LSS)

**NOTES PERTAINING TO DEBTOR'S SCHEDULES  
AND ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

These notes (the “Notes”) relate to the Schedules of Assets and Liabilities (collectively, the “Schedules”) and the Statements of Financial Affairs (collectively, the “Statements”), prepared for ProAir Holdco, LLC, ProAir Intermediate Holdco, LLC, ProAir, LLC, American Cooling Technology, LLC, Bus Air, LLC and Evans Tempcon Delaware, LLC (collectively, the “Debtors”), who commenced their chapter 7 cases on November 16, 2022 (the “Petition”).

**GENERAL NOTES**

1. Sources and Limitations on Information Available to the Debtors. The Debtors have relied upon information received, either directly or indirectly from parties to prepare the Schedules and Statements and may not be able to independently verify the information set forth in the Schedules and Statements outside the reliance on those parties. As a result, inadvertent errors or omissions (either partial or complete) may exist in the Schedules and Statements, which could be material. Subsequent receipt and/or verification of information may result in material changes in financial data requiring amendment of the Schedules and Statements. Accordingly, the Schedules and Statements remain subject to further review and verification by the Debtors/Trustee and are subject to the limited availability of information to which the Debtors have access.
2. General Reservation of Rights; No Waiver. The Debtors and their estates reserve all of their rights with respect to any claims, defenses (including rights of offset and recoupment), and causes of action that they may have, and neither these Notes nor the Schedules and Statements shall in any way waive, prejudice, impair, or otherwise affect the assertion of such claims, defenses (including rights of offset and recoupment), and causes of action. The Debtors reserve the right to dispute, or to assert offsets or defenses to, including by an

amendment to the Schedules, any claim reflected on the Schedules as to amount, liability, priority, secured or unsecured status, classification, or the characterization of the structure of any transaction or any document or instrument related to a creditor's claim. Without limiting the foregoing, the inclusion on Schedule D of creditors that have asserted liens of any nature is not intended to be an acknowledgement of the validity, extent, or priority of any such liens, and the Debtors reserve their right to challenge such liens and the underlying claims on any ground whatsoever. In addition, the relative priority of any creditors listed on Schedule D remains subject to the intercreditor relationships in the governing documents. The failure to include any asset, executory contract or unexpired lease in the Schedules and Statements shall not be construed as an abandonment, waiver or relinquishment of the same.

Fill in this information to identify the case:

Debtor name ProAir Intermediate Holdco, LLC

United States Bankruptcy Court for the: \_\_\_\_\_ District of Delaware  
(State)

Case number (If known): 22-11195 (LSS)

Check if this is an  
amended filing

## Official Form 207

## Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy 04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

### Part 1: Income

#### 1. Gross revenue from business

None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year		Sources of revenue Check all that apply	Gross revenue (before deductions and exclusions)
From the beginning of the fiscal year to filing date:	From <u>01/01/2022</u> MM / DD / YYYY to Filing date	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ <u>0.00</u>
For prior year:	From <u>01/01/2021</u> MM / DD / YYYY to <u>12/31/2021</u> MM / DD / YYYY	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ <u>0.00</u>
For the year before that:	From <u>01/01/2020</u> MM / DD / YYYY to <u>12/31/2021</u> MM / DD / YYYY	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ <u>0.00</u>

#### 2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

None

Description of sources of revenue		Gross revenue from each source (before deductions and exclusions)
From the beginning of the fiscal year to filing date:	From <u>MM / DD / YYYY</u> to Filing date	\$ _____
For prior year:	From <u>MM / DD / YYYY</u> to <u>MM / DD / YYYY</u>	\$ _____
For the year before that:	From <u>MM / DD / YYYY</u> to <u>MM / DD / YYYY</u>	\$ _____

**Part 2: List Certain Transfers Made Before Filing for Bankruptcy****3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

None

Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. Creditor's name _____ Street _____ City _____ State _____ ZIP Code _____	_____	\$ _____	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other _____
3.2. Creditor's name _____ Street _____ City _____ State _____ ZIP Code _____	_____	\$ _____	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other _____

**4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider**

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

None

Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.1. Insider's name _____ Street _____ City _____ State _____ ZIP Code _____	_____	\$ _____	_____
<b>Relationship to debtor</b> _____			
4.2. Insider's name _____ Street _____ City _____ State _____ ZIP Code _____	_____	\$ _____	_____
<b>Relationship to debtor</b> _____			

## 5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

<input checked="" type="checkbox"/> None		<b>Creditor's name and address</b>	<b>Description of the property</b>	<b>Date</b>	<b>Value of property</b>
5.1.		Creditor's name _____	_____	_____	\$ _____
		Street _____	_____	_____	
		City _____	State _____	ZIP Code _____	
5.2.		Creditor's name _____	_____	_____	\$ _____
		Street _____	_____	_____	
		City _____	State _____	ZIP Code _____	

## 6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

<input checked="" type="checkbox"/> None			
Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
Creditor's name			\$ _____
Street			
City	State	ZIP Code	Last 4 digits of account number: XXXX- _____

### Part 3: Legal Actions or Assignments

**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

<input checked="" type="checkbox"/> None			
Case title	Nature of case	Court or agency's name and address	Status of case
7.1. _____	_____	<input type="text"/> Name <input type="text"/> Street <input type="text"/>	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
Case number		<input type="text"/> City <input type="text"/> State <input type="text"/> ZIP Code	
Case title		<b>Court or agency's name and address</b>	
7.2. _____	_____	<input type="text"/> Name <input type="text"/> Street <input type="text"/>	
Case number		<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded	
		<input type="text"/> City <input type="text"/> State <input type="text"/> ZIP Code	

**8. Assignments and receivership**

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

None

Custodian's name and address	Description of the property	Value
Custodian's name		\$ _____
Street		
City _____ State _____ ZIP Code _____		
Case title	Court name and address	
Case number	Name	
	Street	
Date of order or assignment	City	State ZIP Code

**Part 4: Certain Gifts and Charitable Contributions**

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
Recipient's name			\$ _____
Street			
City _____ State _____ ZIP Code _____			
Recipient's relationship to debtor			
Recipient's name			\$ _____
Street			
City _____ State _____ ZIP Code _____			
Recipient's relationship to debtor			

**Part 5: Certain Losses**

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Date of loss	Value of property lost
	If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).		
			\$ _____

**Part 6: Certain Payments or Transfers****11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

 None

Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
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11.1.

Address \_\_\_\_\_ \$ \_\_\_\_\_

Street \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

Email or website address \_\_\_\_\_

Who made the payment, if not debtor?

\_\_\_\_\_

Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
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11.2.

Address \_\_\_\_\_ \$ \_\_\_\_\_

Street \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

Email or website address \_\_\_\_\_

Who made the payment, if not debtor?

\_\_\_\_\_

**12. Self-settled trusts of which the debtor is a beneficiary**

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

 None

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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\_\_\_\_\_ \$ \_\_\_\_\_

Trustee \_\_\_\_\_

\_\_\_\_\_

**13. Transfers not already listed on this statement**

List any transfers of money or other property—by sale, trade, or any other means—made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

 None

Who received transfer?	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
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13.1. \_\_\_\_\_ \$ \_\_\_\_\_

**Address** \_\_\_\_\_

Street \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

**Relationship to debtor** \_\_\_\_\_**Who received transfer?** \_\_\_\_\_ \$ \_\_\_\_\_

13.2. \_\_\_\_\_ \$ \_\_\_\_\_

**Address** \_\_\_\_\_

Street \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

**Relationship to debtor** \_\_\_\_\_**Part 7: Previous Locations****14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

 Does not apply

Address	Dates of occupancy
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14.1. \_\_\_\_\_ From \_\_\_\_\_ To \_\_\_\_\_  
Street \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

14.2. \_\_\_\_\_ From \_\_\_\_\_ To \_\_\_\_\_  
Street \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

**Part 8: Health Care Bankruptcies****15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

 No. Go to Part 9. Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
15.1. Facility name	_____	_____
Street	Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.	How are records kept?
City      State      ZIP Code	_____	Check all that apply: <input type="checkbox"/> Electronically <input type="checkbox"/> Paper
Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
15.2. Facility name	_____	_____
Street	Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.	How are records kept?
City      State      ZIP Code	_____	Check all that apply: <input type="checkbox"/> Electronically <input type="checkbox"/> Paper

**Part 9: Personally Identifiable Information****16. Does the debtor collect and retain personally identifiable information of customers?** No. Yes. State the nature of the information collected and retained. \_\_\_\_\_

Does the debtor have a privacy policy about that information?

 No Yes**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?** No. Go to Part 10.

Yes. Does the debtor serve as plan administrator?

 No. Go to Part 10. Yes. Fill in below:

Name of plan

\_\_\_\_\_

Employer identification number of the plan

EIN: \_\_\_\_\_ - \_\_\_\_\_

Has the plan been terminated?

 No Yes

**Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units****18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

None

	Financial institution name and address	Last 4 digits of account number	Type of account	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1.	Name _____ Street _____ City _____ State _____ ZIP Code _____	XXXX- _____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	_____	\$ _____
18.2.	Name _____ Street _____ City _____ State _____ ZIP Code _____	XXXX- _____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	_____	\$ _____

**19. Safe deposit boxes**

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

None

Depository institution name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
Name _____ Street _____ City _____ State _____ ZIP Code _____	_____ _____	_____ _____	<input type="checkbox"/> No <input type="checkbox"/> Yes
	<b>Address</b>		
	_____	_____	

**20. Off-premises storage**

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
Name _____ Street _____ City _____ State _____ ZIP Code _____	_____ _____	_____ _____	<input type="checkbox"/> No <input type="checkbox"/> Yes
	<b>Address</b>		
	_____	_____	

**Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own****21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

None

Owner's name and address	Location of the property	Description of the property	Value
Name _____	_____	_____	\$ _____
Street _____	_____	_____	
City _____ State _____ ZIP Code _____			

**Part 12: Details About Environmental Information**

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

**Report all notices, releases, and proceedings known, regardless of when they occurred.**

**22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.**

No

Yes. Provide details below.

Case title	Court or agency name and address	Nature of the case	Status of case
Case number _____	Name _____ Street _____ City _____ State _____ ZIP Code _____		<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

**23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?**

No

Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name _____	Name _____		_____
Street _____	Street _____		_____

24. Has the debtor notified any governmental unit of any release of hazardous material?

No

Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name _____ _____ Street _____ _____ City      State      ZIP Code	Name _____ _____ Street _____ _____ City      State      ZIP Code		

**Part 13: Details About the Debtor's Business or Connections to Any Business**

**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

None

**26. Books, records, and financial statements**

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

None

Name and address		Dates of service	
26a.1. <u>See Statement Attachment 26a.</u>		From _____	To _____
Name _____			
Street _____			
City _____		State _____	ZIP Code _____

Name and address		Dates of service	
26a.2. _____		From _____	To _____
Name _____			
Street _____			
City _____		State _____	ZIP Code _____

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

None

Name and address		Dates of service	
26b.1. <u>RSM US LLP</u>		From <u>04/12/16</u>	To <u>11/01/16</u>
Name _____			
130 S. Main Street			
Street _____			
Suite 200			
South Bend	IN	46601	
City _____	State _____	ZIP Code _____	

Name and address		Dates of service	
26b.2. _____		From _____	To _____
Name _____			
Street _____			
City _____		State _____	ZIP Code _____

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

None

Name and address		If any books of account and records are unavailable, explain why	
26c.1. <u>See Statement Attachment 26c</u>		_____	
Name _____		_____	
Street _____		_____	
City _____		State _____	ZIP Code _____

Name and address		If any books of account and records are unavailable, explain why	
26c.2.		_____	
Name		_____	
Street		_____	
_____		_____	
City	State	ZIP Code	

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

None

Name and address			
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26d.1. **Berkshire Bank**

Name \_\_\_\_\_  
**One Van de Graff Drive**  
 Street \_\_\_\_\_  
**Suite 202**  
**Burlington** **MA** **01803**  
 City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

Name and address			
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26d.2.

Name \_\_\_\_\_  
 Street \_\_\_\_\_  
 \_\_\_\_\_  
 City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

## 27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

No

Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
_____	_____	\$ _____

Name and address of the person who has possession of inventory records
--

27.1.

Name \_\_\_\_\_  
 Street \_\_\_\_\_  
 \_\_\_\_\_  
 City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
---	-------------------	--

\$

Name and address of the person who has possession of inventory records
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27.2.

Name		
Street		
City	State	ZIP Code

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Michael Pizette	SLR Credit Solutions, 2 International Place, Boston, MA 02110	Board of Directors, ProAir Holdco, LLC	
Patrick Shafer	BC Partners Advisors LP, 650 Madison Ave., 23rd Floor, New York, NY 10022	Board of Directors, ProAir Holdco, LLC	
William Karol	Koda Enterprises Group, 51 Sawyer Rd, Suite 420, Waltham, MA 02453	Board of Directors, ProAir Holdco, LLC / Member ProAir Holdco, LLC	0.82%
William Karol Family Trust	Koda Enterprises Group, 51 Sawyer Rd, Suite 420, Waltham, MA 02453	Member ProAir Holdco, LLC	16.54%
SLR Credit Solutions	2 International Place, Boston, MA 02110	Member ProAir Holdco, LLC	43.35%
BC Partners Advisors, LLP	650 Madison Ave., 23rd Floor, New York, NY 10022	Member ProAir Holdco, LLC	39.29%
Matthew Scheuler	2900 County Road 6 West, Elkhart, IN 46514	Chief Executive Officer	
Todd Courts	2900 County Road 6 West, Elkhart, IN 46514	Chief Financial Officer	

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

No  
 Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
Janice Hodson	51 Sawyer Rd, Suite 420, Waltham, MA 02453	Treasurer, ProAir Holdings Corporation	From 09/11/02 To 02/11/22
James Peden	51 Sawyer Rd, Suite 420, Waltham, MA 02453	Vice President, ProAir Holdings Corporation	From 09/11/02 To 02/11/22
William Leaver	51 Sawyer Rd, Suite 420, Waltham, MA 02453	Secretary, ProAir Holdings Corporation	From 09/11/02 To 02/11/22

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

No  
 Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
Name			
Street			
City	State	ZIP Code	
<b>Relationship to debtor</b>			
_____ _____ _____			

**Name and address of recipient**

30.2.

Name \_\_\_\_\_

Street \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

City \_\_\_\_\_

State \_\_\_\_\_

ZIP Code \_\_\_\_\_

**Relationship to debtor****31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?**

No  
 Yes. Identify below.

**Name of the parent corporation**ProAir Holdco, LLC**Employer Identification number of the parent corporation**EIN: 8 7 - 4 3 5 1 9 6 0**32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?**

No  
 Yes. Identify below.

**Name of the pension fund**\_\_\_\_\_  
\_\_\_\_\_**Employer Identification number of the pension fund**

EIN: \_\_\_\_\_ - \_\_\_\_\_ - \_\_\_\_\_ - \_\_\_\_\_

**Part 14: Signature and Declaration**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.  
18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 11/29/2022  
MM / DD / YYYY

/s/ Todd Courts

Signature of individual signing on behalf of the debtor

Printed name Todd Courts

Position or relationship to debtor Chief Financial Officer

**Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?**

No  
 Yes

In re ProAir Intermediate Holdco, LLC  
Case No. 22-11195 (LSS)  
Statement Attachment 26a  
Books, Records, and Financial Statements

Name	Address	Date of Service (from and to)
Todd Courts	2900 County Road 6 West, Elkhart, IN 46514	12/31/2018 to 11/1/2022
Rachel Baird	2900 County Road 6 West, Elkhart, IN 46514	10/28/2019 to 11/1/2022
Kristin Wilson	6630 East Highway 114, Haslet, TX 76052	4/5/2021 to 11/1/2022

In re ProAir Intermediate Holdco, LLC  
Case No. 22-11195 (LSS)  
Statement Attachment 26C  
Books, Records, and Financial Statements

Name	Address	If any books of account and records are unavailable, explain
Todd Courts	2900 County Road 6 West, Elkhart, IN 46514	
Rachel Baird	2900 County Road 6 West, Elkhart, IN 46514	
Kristin Wilson	6630 East Highway 114, Haslet, TX 76052	